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February 5, 2002
APPLICATION

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Honorable Philip N. Asprodites
Commissioner of Conservation
P.O., Box 94275
Baton Rouge, LA 70804-9275

RE: Camerina 1 Sand, Reservoir B
Marg howei 2 Sand, Reservoir B
South Bell City Field
Calcasieu Parish, Louisiana

Dear Commissioner Asprodites:

Application is hereby made on behalf of **CLAYTON WILLIAMS ENERGY, INC.** for the calling of a public hearing, after legal notice, to consider evidence relative to the issuance of Orders pertaining to the following matters in the Camerina 1 Sand, Reservoir B and the Marg howei 2 Sand, Reservoir B both in the South Bell City Field, Calcasieu Parish, Louisiana, to-wit:

A. AS TO THE CAMERINA 1 SAND, RESERVOIR B:

1. To redefine the Camerina 1 Sand, Reservoir B, in the South Bell City Field as that gas and condensate bearing sand encountered between the depths of 11,451 feet and 11,555 feet, electrical log measurements, (-10,858 feet and -10,917 feet subsea) in the Clayton Williams Energy - Theriot No. 1 Well, located in Section 15, Township 11 South, Range 6 West;

2. To maintain the existing geographical boundaries for CAM 1 RB SUA, created by Office of Conservation Order No. 355-H-1, effective May 15, 2001, for this redefined sand;
3. To consider such other matters as may be appropriate and justified by the evidence presented at the hearing.

B. AS TO THE MARG HOWEI 2 SAND, RESERVOIR B:

1. To establish rules and regulations and create a single drilling and production unit for the exploration for and production of gas and condensate, such unit to be designated the MARG HOWEI 2 RB SUA;
2. To force pool and integrate all separately owned tracts, mineral leases and other property interests within the proposed unit, with each tract sharing in unit production on a surface acreage basis of participation;
3. To designate the Clayton Williams Energy - Theriot No. 1 Well as the unit well and Clayton Williams Energy, Inc. as the unit operator for the proposed unit;
4. To provide that the Commissioner of Conservation should be authorized to reclassify the Marg howei 2 Sand, Reservoir B, by supplemental order without the necessity of a public hearing if the producing characteristics of the reservoir change and evidence to justify such reclassification is submitted to and accepted by the Commissioner of Conservation;
5. To consider such other matters as may be appropriate and justified by the evidence presented at the hearing.

The Camerina 1 Sand, Reservoir B in the South Bell City Field was previously defined in Office of Conservation Order No. 355-H-1, effective May 15, 2001, and is hereby proposed to be redefined as indicated hereinabove.

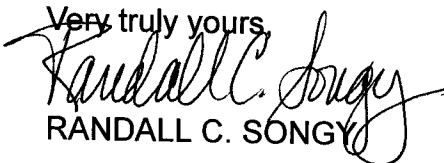
The Marg howei 2 Sand, Reservoir B in South Bell City Field, Calcasieu Parish, Louisiana, is hereby defined as that certain gas and condensate bearing interval encountered between the depths of 10,972 feet and 11,048 feet, electric log measurements, (-10,576 feet and -10,624 feet subsea) in the Clayton Williams Energy - Theriot No. 1 Well, located in Section 15, Township 11 South, Range 6 West, Calcasieu Parish, Louisiana.

A conference to discuss the proposed application WILL NOT BE HELD at 10:00 a.m., on February 14, 2002, since no requests for the conference were received within the time provided in the Rules of Procedure.

Pertinent data relating to the proposed application can be obtained, AT THE COST OF THE REQUESTING PARTY, by contacting Mr. William Robbins at W. H. Robbins and Associates, 140 Rue Beauregard, Lafayette, Louisiana 70508, (337)232-5004.

There is attached hereto and made a part hereof plats outlining the proposed units and a list of the names and addresses of the interested parties to whom this unitization proposal is being sent. Pursuant to the Revised Rules of Procedure, such list of parties is being furnished ONLY to the Commissioner of Conservation and to the District manager of the Lafayette District of the Office of Conservation. However, the list of parties will be provided to any party requesting a copy of it. A reasonable effort was made to ascertain the names and addresses of all Interested Owners, Represented Parties and Interested Parties.

Finally, enclosed herein is our check in the amount of \$1400.00 made payable to the Office of Conservation in payment of the required hearing application fee.

Very truly yours,

RANDALL C. SONGY

RCS/dde/bad
Enclosures

cc: Mr. Richard Hudson, District Manager
Office of Conservation

All Interested Owners, Interested Parties
and Represented Parties

P.S. To all Interested Owners, Represented Parties and Interested Parties:

You may have received this Application even though your property is not included in the proposed unit, because the Revised Rules of Procedure require us to attempt to also notify everyone owning an interest in the area "proximate to" the proposed units.

Your receipt of this Application does not require you to take any action. It is meant to notify you of these proceedings so that you have the opportunity to participate if you so desire.

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R 6 W

11250'

Coastal States
11269'

Toce
11297'

8

T 11 S

Bouman
11204'

Lyons
Derouen
11204'

King Res.
11260'

10

9

11

11

Mauna Co.
William
11360'

Gulf
Lavo
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Lear
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Mrs. Lois
L. Gibbs
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Nunez
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Gulf
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Mrs. Marth
F. Derouen
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Garland
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CAM 1 RB SUA
THERIOT NO. 1
± 52 ACRES

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Bertha
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Hebert
11860'

Annette
Derouen
11860'

Martin E.
Hebert
11860'

Halbouby
11860'

Austral
11860'

Kilroy
11887'

Pan Am Pet.
11887'

Mitchell
Fontenot
11911'

Lamson
11911'

King
11723'

Gulf
11723'

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CALCASIEU PH.
JEFFERSON DAVIS PH.

EXHIBIT NO.
DOCKET NO.

ORDER NO. 355-H-1

DATE:

CLAYTON WILLIAMS ENERGY, INC.

SOUTH BELL CITY FIELD
CALCASIEU PARISH, LOUISIANA

EXISTING UNIT
CAMERINA 1 SAND

0 2000' 4000'

GRAPHICS BY: GEOLAND GRAPHICS, LLC LAFAYETTE, LA (337) 233-1887

W. H. ROBBINS & ASSOCIATES
CONSULTING GEOLOGISTS
Lafayette, Louisiana (337) 232-5004

